

John G. McJunkin, Esquire (VSB No. 31011)
Daniel Carrigan, Esquire (Admitted *Pro Hac Vice*)
McKenna Long & Aldridge LLP
1900 K Street, NW
Washington, DC 20006
Phone: 202-496-7500
Facsimile: 202-496-7556

Attorneys for Bethesda Softworks, LLC
(Request No. 1244; Claim No. 8476)

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
(Richmond Division)**

In re:	*	Chapter 11
	*	
CIRCUIT CITY STORES, INC., et al.,	*	Case No. 08-35653 (KRH)
	*	
Debtors¹.	*	(Jointly Administered)
* * *	*	* * *

**JOINDER OF BETHESDA SOFTWORKS LLC TO MOTION OF APEX DIGITAL, INC.
AND THQ, INC. FOR RECONSIDERATION OF COURT’S ORDER ON DEBTORS’
FIFTY-FIRST AND FIFTY-SECOND OMNIBUS OBJECTIONS**

Bethesda Softworks, LLC (“BSLLC”), creditor and holder of a section 503(b)(9) administrative expense Request in the cases of the above-captioned debtors and debtors in possession (collectively, the “debtors”) hereby joins in, adopts, and incorporates the Motion of *Apex Digital, Inc. and THQ, Inc. for Reconsideration of Court’s Order on Debtors’ Fifty-First and Fifty-Second Omnibus Objections* [Docket No. 6258] (the “Apex Digital and THQ Motion”)

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Circuit City Stores, Inc. (3875), Circuit City Stores West Coast, Inc. (0785), InterTAN, Inc. (0875), Ventoux International, Inc. (1838), Circuit City Purchasing Company, LLC (5170), CC Aviation, LLC (0841), CC Distribution Company of Virginia, Inc. (2821), Circuit City Properties, LLC (3353), Kinzer Technology, LLC (2157), Abbott Advertising Agency, Inc. (4659), Patapsco Designs, Inc. (6796), Sky Venture Corp. (0311), Prahs, Inc. (n/a), XSSstuff, LLC (9263), Mayland MN, LLC (6116), Courchevel, LLC (n/a), Orbyx Electronics, LLC (3360), and Circuit City Stores PR, LLC (5512).

requesting that the Court reconsider its *Order on Debtors' Fifty-First and Fifty-Second Omnibus Objections* and related Memorandum Opinion, both entered on January 6, 2010 [Docket Numbers 6228 and 6228-1] (together, the "502(d) Order").

WHEREFORE, BSLLC joins in, adopts and incorporates the Apex Digital and THQ Motion seeking reconsideration of the 502(d) Order and requests relief as set forth therein.

Respectfully submitted:

Bethesda Softworks LLC
By Counsel,

Dated: January 27, 2010

/s/ John G. McJunkin
John G. McJunkin, (VSB No. 31011)
Daniel J. Carrigan, (Admitted *Pro Hac Vice*)
MCKENNA LONG & ALDRIDGE LLP
1900 K Street, NW
Washington, DC 20006-1108
Telephone: (202) 496-7312
Facsimile: (202) 496-7094

CERTIFICATE OF SERVICE

I, Daniel Carrigan, hereby certify that a true and correct copy of the foregoing *Joinder of BSLLC to Motion of Apex Digital, Inc. and THQ, Inc. for Reconsideration of Court's Order on Debtors' Fifty-First and Fifty-Second Omnibus Objections* has been served upon the parties/their counsel listed below via first class mail and electronic means through the ECF System on this 27th day of January, 2010.

Skadden, Arps, Slate, Meagher & Flom
LLP
One Rodney Square
10th and King Streets, 7th Floor
Wilmington, DE 19801
Attn: Gregg M. Galardi
Attn: Ian S. Fredericks

Skadden, Arps, Slate, Meagher & Flom,
LLP
155 N. Wacker Drive
Chicago, IL 60606
Attn: Chris L. Dickerson
Attn: Jessica S. Kumar

McGuire Woods LLP
One James Center
901 E. Cary Street
Richmond, VA 23219
Attn: Douglas M. Foley
Attn: Dion W. Hayes

Pachulski Stang Ziehl & Jones LLP
10100 Santa Monica Boulevard, 11th Floor
Los Angeles, CA 90067
Attn: Jeffrey N. Pomerantz
Attn: Stanley E. Goldich

Tavener & Beran, PLC
20 N. Eighth Street, Second Floor
Richmond, VA 23219
Attn: Lynn L. Tavener
Attn: Paula S. Beran

Office of The United States Trustee
701 East Broad Street, Suite 4304
Richmond, VA 23219
Attn: Robert B. Van Arsdale

Pachulski Stang Ziehl & Jones LLP
780 Third Avenue, 36th Floor
New York, NY 10017
Attn: Robert J. Feinstein

/s/ Daniel Carrigan
Daniel Carrigan